

B1 (Official Form 1)(1/08)

United States Bankruptcy Court Northern District of Illinois		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Outdoor Living, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 20-2724996		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 919 Tower Rd Mundelein, IL <div style="text-align: right;">ZIP Code 60060</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Lake		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):		
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 </div> <div> <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding </div> </div> <hr/> Nature of Debts (Check one box) <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." </div> <div> <input checked="" type="checkbox"/> Debts are primarily business debts. </div> </div>
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. <hr/> Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> 1-49</div> <div><input checked="" type="checkbox"/> 50-99</div> <div><input type="checkbox"/> 100-199</div> <div><input type="checkbox"/> 200-999</div> <div><input type="checkbox"/> 1,000-5,000</div> <div><input type="checkbox"/> 5,001-10,000</div> <div><input type="checkbox"/> 10,001-25,000</div> <div><input type="checkbox"/> 25,001-50,000</div> <div><input type="checkbox"/> 50,001-100,000</div> <div><input type="checkbox"/> OVER 100,000</div> </div>		
Estimated Assets <div style="display: flex; justify-content: space-between;"> <div><input checked="" type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input type="checkbox"/> \$100,001 to \$500,000</div> <div><input type="checkbox"/> \$500,001 to \$1 million</div> <div><input type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div>		
Estimated Liabilities <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input type="checkbox"/> \$100,001 to \$500,000</div> <div><input checked="" type="checkbox"/> \$500,001 to \$1 million</div> <div><input type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div>		

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Outdoor Living, Inc.

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: Northern District of Illinois - Eastern Division	Case Number: 08-24006	Date Filed: 9/11/08
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: Kirsten Russell	Case Number: 09-17052	Date Filed: 5/11/09
District: Northern District of Illinois - Eastern Division	Relationship: President	Judge: A. Benjamin Goldgar

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

X

Signature of Attorney for Debtor(s)

(Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Outdoor Living, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Attorney*

X **/s/ Paul M. Bach** _____
Signature of Attorney for Debtor(s)

Paul M. Bach 06209530

Printed Name of Attorney for Debtor(s)

Bach Law Offices

Firm Name

**1955 Shermer Road
Suite 1540
Northbrook, IL 60062**

Address

Email: paul@bachoffices.com

8475640808 Fax: 9475640985

Telephone Number

May 22, 2009

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X **/s/ Kerston Russell** _____
Signature of Authorized Individual

Kerston Russell

Printed Name of Authorized Individual

President

Title of Authorized Individual

May 22, 2009

Date

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Northern District of Illinois

In re **Outdoor Living, Inc.**

Debtor(s)

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
55 North Barron Blvd, LLC 1 Northfield Plaza, #300 Winnetka, IL 60093	55 North Barron Blvd, LLC 1 Northfield Plaza, #300 Winnetka, IL 60093			49,799.63
Addison Building Materials 3201 S. Busse Rd Arlington Heights, IL 60004	Addison Building Materials 3201 S. Busse Rd Arlington Heights, IL 60004			6,911.49
Advanced Ground Care Products 665 W. Armory Dr South Holland, IL 60473	Advanced Ground Care Products 665 W. Armory Dr South Holland, IL 60473			16,043.86
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669	Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669	Caterpillar CB214 Rollar Compactor VIN# 2140477 - Repossessed		19,973.77 (12,000.00 secured)
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669	Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669	Caterpillar 1 1/4 Bucket - Repossessed		8,361.42 (2,000.00 secured)
Eiden & O'Donnel 230 Center Street, #102 Vernon Hills, IL 60061	Eiden & O'Donnel 230 Center Street, #102 Vernon Hills, IL 60061			5,821.96
Groot Industries 2500 Lanmeier Road Elk Grove Village, IL 60007	Groot Industries 2500 Lanmeier Road Elk Grove Village, IL 60007			6,773.77
Heartland Bio Composites Liquid Capital Exchange PO Box 17000 Reading, PA 19606	Heartland Bio Composites Liquid Capital Exchange PO Box 17000 Reading, PA 19606			6,884.66
Helen D. Wilcox 1145 Vista Dr Gurnee, IL 60031	Helen D. Wilcox 1145 Vista Dr Gurnee, IL 60031			5,763.75
Illinois Depart of Employ Security P.O. Box 4385 Chicago, IL 60606	Illinois Depart of Employ Security P.O. Box 4385 Chicago, IL 60606	State Unemployment Taxes		18,448.31

B4 (Official Form 4) (12/07) - Cont.

In re **Outdoor Living, Inc.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Illinois Department of Revenue Bankruptcy Section 100 W. Randolph Street Chicago, IL 60606	Illinois Department of Revenue Bankruptcy Section 100 W. Randolph Street Chicago, IL 60606	Sales Tax		12,842.43
Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114	Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114	Payroll Taxes		130,298.42
Jim Link Services 431 Scotland ,.Unit B Lakemoor, IL 60051	Jim Link Services 431 Scotland ,.Unit B Lakemoor, IL 60051			26,029.35
Master Card American Society a/k/a Bank of America PO Box 15026 Wilmington, DE 19886	Master Card American Society a/k/a Bank of America PO Box 15026 Wilmington, DE 19886			12,982.64
Master Mark Plastics PO Box 662 Albany, MN 56307	Master Mark Plastics PO Box 662 Albany, MN 56307			63,581.92
Oaks Concrete Products 51744 Pontiac Trail Wixom, MI 48393	Oaks Concrete Products 51744 Pontiac Trail Wixom, MI 48393			25,101.28
Patten Industries 635 W. Lake Street Elmhurst, IL 60126	Patten Industries 635 W. Lake Street Elmhurst, IL 60126			8,201.98
Thilen, Sand and Gravel 28955 Route 173 Antioch, IL 60002	Thilen, Sand and Gravel 28955 Route 173 Antioch, IL 60002			13,947.14
United States Department of Labor Attn: Shirley Cohen 230 S> Dearborn Chicago, IL 60604	United States Department of Labor Attn: Shirley Cohen 230 S> Dearborn Chicago, IL 60604			34,453.43
Woolf Distributing 8550 Ridgfield Rd Crystal Lake, IL 60014	Woolf Distributing 8550 Ridgfield Rd Crystal Lake, IL 60014			18,892.85

B4 (Official Form 4) (12/07) - Cont.

In re **Outdoor Living, Inc.**

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **May 22, 2009**

Signature **/s/ Kerston Russell**

Kerston Russell

President

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

B6D (Official Form 6D) (12/07)

In re **Outdoor Living, Inc.**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T O R	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			Non-Purchase Money Security Interest					
Ameristar Financial 1795 N. Butterfield, Suite 200 Libertyville, IL 60048-1212		-	2003 Chevrolet K3500 Pickup 67451 F VIN 1GBJK34U53E157919					
			Value \$ 12,500.00				11,197.60	0.00
Account No. 9000			Purchase Money Security					
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669		-	Catepillar 242B Skidsteer CAT# 0242BHBXM01258					
			Value \$ 20,000.00				5,056.67	0.00
Account No. 1135			Purchase Money Security					
Caterpillar Financial Services 2120 West End Avenue Nashville, TN 37203		-	Caterpillar 262B Skidsteer PDT04248					
			Value \$ 24,000.00				21,591.14	0.00
Account No. 5552			Purchase Money Security					
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669		-	Caterpillar 268 Skidsteer CAT 026BBT2BA00981					
			Value \$ 30,000.00				27,214.28	0.00
Subtotal (Total of this page)							65,059.69	0.00

2 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re **Outdoor Living, Inc.**,
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. 3085	-	Purchase Money Security				41,556.58	0.00
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669		Caterpillar 904B Wheel Loader B4L00339- Vehicle Repossessed					
Value \$ 43,000.00							
Account No. 7320	-	Purchase Money Security				19,973.77	7,973.77
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669		Caterpillar CB214 Rollar Compactor VIN# 2140477 - Repossessed					
Value \$ 12,000.00							
Account No. 2303	-	Purchase Money Security				6,456.55	0.00
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669		Toro Skiploader and Auger Power Head - Repossessed					
Value \$ 12,000.00							
Account No. 7090	-	Purchase Money Security				8,361.42	6,361.42
Caterpillar Financial Services PO Box 730669 Dallas, TX 75373-0669		Caterpillar 1 1/4 Bucket - Repossessed					
Value \$ 2,000.00							
Account No. X4690	-	Purchase Money Security				3,810.35	0.00
Northside Community Bank 5103 Washington St Gurnee, IL 60031		1991 GMC Topkick 84275 H VIN 0 1GDM7H158MJ517111 - Reposessed					
Value \$ 12,000.00							
Subtotal						80,158.67	14,335.19
(Total of this page)							

Sheet 1 of 2 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Sheet **1** of **2** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re **Outdoor Living, Inc.**,
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B I T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.	-		Accounts Receivable.Inventory/Blanket Lien					
Northside Community Bank 5103 Washington St Gurnee, IL 60031			Accounts Receivable					
Value \$			204,994.53					
Account No.	-		Cross Collateralized w/1991 GMC Topkick					
Northside Community Bank 5103 Washington St Gurnee, IL 60031			1998 Chevrolet C1500 Pickup VIN 1GCEK19R1WR121647 - Repossessed					
Value \$			5,800.00					
Account No.	-		Purchase Money Security					
Northside Community Bank 5103 Washington St Gurnee, IL 60031			2005 Internantional Contractor Dump 91692 H 1HTMMAAM25H122528					
Value \$			35,000.00					
Account No.								
Value \$								
Account No.								
Value \$								

Sheet **2** of **2** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Subtotal
(Total of this page)

117,202.28 **0.00**

Total
(Report on Summary of Schedules)

262,420.64 **14,335.19**

In re **Outdoor Living, Inc.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

☐ Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (12/07) - Cont.

In re Outdoor Living, Inc.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. 5147			State Unemployment Taxes				18,448.31	
Illinois Depart of Employ Security P.O. Box 4385 Chicago, IL 60606		-						0.00
								18,448.31
Account No.			Sales Tax				12,842.43	
Illinois Department of Revenue Bankruptcy Section 100 W. Randolph Street Chicago, IL 60606		-						0.00
								12,842.43
Account No.			Federal Tax Unemployment				4,261.47	
Illinois Department of Revenue Bankruptcy Section 100 W. Randolph Street Chicago, IL 60606		-						0.00
								4,261.47
Account No.			Payroll Taxes				130,298.42	
Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114		-						0.00
								130,298.42
Account No.								

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page)

0.00
165,850.63

Total
(Report on Summary of Schedules)

0.00
165,850.63

B6F (Official Form 6F) (12/07)

In re **Outdoor Living, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. 55 North Barron Blvd, LLC 1 Northfield Plaza, #300 Winnetka, IL 60093		-					49,799.63
Account No. Addison Building Materials 3201 S. Busse Rd Arlington Heights, IL 60004		-					6,911.49
Account No. Advanced Ground Care Products 665 W. Armory Dr South Holland, IL 60473		-					16,043.86
Account No. American National 924 Turret Court Mundelein, IL 60060		-					108.50
Subtotal (Total of this page)							72,863.48

15 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
AMEX Business Gold Card Nationwide Credit Inc. Atlanta, GA 30374		-					3,362.81
Account No.							
Anasco Incorporated 1515 West Fullerton Avenue Addison, IL 60101		-					1,753.40
Account No.							
Arlington Power Equipment 20175 North Rand Rd Palatine, IL 60074		-					181.04
Account No.							
Arrow Plumbing, Inc. 547 North Avenue Grayslake, IL 60030		-					212.53
Account No. xxx xxx 6707							
AT&T PO Box 8100 Aurora, IL 60507		-					120.58
Sheet no. <u>1</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							5,630.36

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. xxx xxxx 324 5							
AT&T PO Box 8100 Aurora, IL 60507	-						252.62
Account No.							
B & B Permanent Seeding, Inc. 21402 W. Highwat 60 Mundelein, IL 60060	-						420.00
Account No.							
Carol Melcer 3171 Indian Creek Court Buffalo Grove, IL 60089	-						68.96
Account No.							
ComEd Bill Payment Center Chicago, IL 60668-0001	-						4,022.22
Account No.							
ComEd Bill Payment Center Chicago, IL 60668-0001	-		Barron Blvd				561.64
Sheet no. <u>2</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							5,325.44

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Conway Freight PO Box 5160 Portland, OR 97208-5160		-					4,165.37
Account No.							
DeBuck's Sod Farm N6127 County P Delavan, WI 53115		-					804.38
Account No.							
Duxler Libertyville Firestone 902 S. Milwaukee Libertyville, IL 60048		-					584.54
Account No.							
Eiden & O'Donnel 230 Center Street, #102 Vernon Hills, IL 60061		-					5,821.96
Account No.							
Excel Graphics & Promotions 400 South Vermont Street Palatine, IL 60067		-					2,164.76
Sheet no. <u>3</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							13,541.01

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.							
Fastenal Industrial Construction Su 2001 Theurer Blvd Winona, MN 55987	-						62.25
Account No.							
G&D Electric 33206 North Park Grayslake, IL 60030	-						5,312.90
Account No.							
Grainger DEPT 866537558 Palatine, IL 60038	-						1,050.60
Account No.							
Groot Industries 2500 Lanmeier Road Elk Grove Village, IL 60007	-						6,773.77
Account No.							
Hearth and Home Technologies 4251 W. 129th Street Alsip, IL 60803	-						1,239.42
Sheet no. <u>4</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							14,438.94

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Heartland Bio Compostes Liquid Capital Exchange PO Box 17000 Reading, PA 19606		-					6,884.66
Account No.							
Helen D. Wilcox 1145 Vista Dr Gurnee, IL 60031		-					5,763.75
Account No.							
Hinkley Springs PO Box 660579 Dallas, TX 75266-0579		-					124.00
Account No.							
Illinois Secretary of State 213 State Capital Springfield, IL 62756		-					106.00
Account No.							
Illinois Tollway 2700 Ogden Avenue Downers Grove, IL 60515		-					106.00
Sheet no. <u>5</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							12,984.41

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
Account No.							140.75	
Integrity Phone Solutions, Inc. 170 Commerce Dr Grayslake, IL 60030	-							
Account No.			Debtor Believes that at most \$3000.00 of repairs is necessary. Claimant is cllaiming amounts in exces of \$45,000.00. Debtor disputes that amount			X	3,000.00	
James & Christine Schleiter C/O Petti, Murphy & Assoc. 22. Fourth St, Suite B Geneva, IL 60134	-							
Account No.							3,963.83	
JBA Custom Electric 5814 Miller Rd Wonder Lake, IL 60097	-							
Account No.							26,029.35	
Jim Link Services 431 Scotland ,.Unit B Lakemoor, IL 60051	-							
Account No.							1,299.00	
Kessler Orlean Silver and Co 1101 Lake Cook Rd Deerfield, IL 60015	-							
Sheet no. <u>6</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	34,432.93

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Kingsford Fastner, Inc 25604 North Gilmer Mundelein, IL 60060		-					540.20
Account No.							
Law Offices of Christopher Cook 41040 N. Route 83 Antioch, IL 60002		-					307.00
Account No.							
Law Offices of Michael Betar 25 North County Street Waukegan, IL 60085		-					1,211.00
Account No.							
Master Card American Society a/k/a Bank of America PO Box 15026 Wilmington, DE 19886		-					12,982.64
Account No.							
Master Mark Plastics PO Box 662 Albany, MN 56307		-					63,581.92
Sheet no. <u>7</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							78,622.76

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
North Shore Gas PO Box A3991 Chicago, IL 60690		-					2,758.87
Account No.			55 N. Barron				
North Shore Gas PO Box A3991 Chicago, IL 60690		-					920.59
Account No.							
Northwest Electrical Supply 660 East Rand Rd Mount Prospect, IL 60056		-					32.07
Account No.							
Oaks Concrete Products 51744 Pontiac Trail Wixom, MI 48393		-					25,101.28
Account No.							
Olive Branch Direct to You, Inc PO Box 571 Lake Bluff, IL 60044		-					1,580.00
Sheet no. <u>8</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							30,392.81

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Patten Industries 635 W. Lake Street Elmhurst, IL 60126		-					8,201.98
Account No.							
Pekin Insurance Company 2505 Court Street Pekin, IL 61554		-					446.70
Account No.							
Peoples Energy 130 E Randolph Dr, 24th Floor Chicago, IL 60601-6207		-					407.28
Account No.							
Permaloc 13505 Barry Street Holland, MI 49424		-					4,766.56
Account No.							
Prairie Material E.O.E. 7601 West 79th Street Bridgeview, IL 60455		-					134.95
Sheet no. <u>9</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							13,957.47

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Pro-Image Seal Coating 5521 W. Plank Peoria, IL 61604		-					2,943.50
Account No.							
Quality Diamond Tools, Inc. 5970 Wallis Road, Suite 1-B West Palm Beach, FL 33413		-					400.00
Account No.							
R.A. Adams Enterprises, Inc. 2600 W. Route 120 Mchenry, IL 60050		-					2,054.30
Account No.							
Ray Schramer & Co. 1054 E. Park Avenue Libertyville, IL 60048		-					551.60
Account No.							
RH Peterson 14724 East Proctor Avenue La Puente, CA 91744		-					792.38
Sheet no. <u>10</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							6,741.78

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Roundout Service Center 1261 Rockland Rd Lake Bluff, IL 60044		-					44.00
Account No.							
Route 22 Rental 1306 E. Rand Rd Arlington Heights, IL 60004		-					75.00
Account No.							
Ruso POver Equipment 9525 W. Irving Park Rd Schiller Park, IL 60176		-					2,069.31
Account No.							
Sport Clun Berm Project PO Box 156 Grayslake, IL 60030		-					25.00
Account No.							
Sprint PO Box 660092 Dallas, TX 75266-0092		-					1,000.65
Sheet no. <u>11</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							3,213.96

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Spurce Lake and Land, Gravel 8400 W. Burgett Rd Richmond, IL 60071		-					730.00
Account No.							
Stone Crafters 430 Wegner Road Mchenry, IL 60050		-					3,102.50
Account No.							
T & T Reproduction 511 N. Second St Libertyville, IL 60048		-					28.68
Account No.							
The Gasaway Co Oak Brook, IL 60523		-					275.00
Account No.							
The Printing Factory 407 Washington Inc, Mundelein, IL 60060		-					722.29
Sheet no. <u>12</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							4,858.47

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
The Waterman, Inc 11122 W. Rogers Street Milwaukee, WI 53207		-					717.18
Account No.							
Thilen, Sand and Gravel 28955 Route 173 Antioch, IL 60002		-					13,947.14
Account No.							
Topsoil Supply Co 21402 W. Highway 60 Mundelein, IL 60060		-					390.00
Account No.							
United States Department of Labor Attn: Shirley Cohen 230 S> Dearborn Chicago, IL 60604		-					34,453.43
Account No.							
Universal Forest Products 2801 East Beltone Avem NE Grand Rapids, MI 49525		-					3,927.20
Sheet no. <u>13</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							53,434.95

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.							
Village of Mundelien 440 E. Hawley Mundelein, IL 60060		-					37.99
Account No.							
Vulcan Materials 1200 Urban Center Dr Birmingham, AL 35242		-					5,043.37
Account No.							
Waste Management PO Box 9001054 Louisville, KY		-					490.52
Account No.							
Weber Metas, Inc. 1076 E „Park Aveue Libertyville, IL 60048		-					7.21
Account No.							
Weeks Forest Products		-					3,993.84
Sheet no. <u>14</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							9,572.93

B6F (Official Form 6F) (12/07) - Cont.

In re Outdoor Living, Inc., Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
Woolf Distributing 8550 Ridgefield Rd Crystal Lake, IL 60014		-				18,892.85
Account No.						
Account No.						
Account No.						
Account No.						
Sheet no. <u>15</u> of <u>15</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						18,892.85
						Total (Report on Summary of Schedules)
						378,904.55

United States Bankruptcy Court
Northern District of Illinois

In re **Outdoor Living, Inc.**,
Debtor

Case No. _____

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
B Stroba	Common	28750	
C Kessler	Common	22500	
E Stroba	Common	22500	
K Russell	Common	515000	
KR Russell	Common	193227	
M Stroba	Common	38750	
Michals Trust	Common	45000	
Sam Kessler	Common	22500	
Steven Kessler	Common	12500	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **May 22, 2009**

Signature **/s/ Kerston Russell**
Kerston Russell
President

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.*

**United States Bankruptcy Court
Northern District of Illinois**

In re **Outdoor Living, Inc.**

Debtor(s)

Case No.
Chapter

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VERIFICATION OF CREDITOR MATRIX

Number of Creditors: **91**

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: **May 22, 2009**

/s/ Kerston Russell

Kerston Russell/President
Signer/Title

55 North Barron Blvd, LLC
1 Northfield Plaza, #300
Winnetka, IL 60093

Addison Building Materials
3201 S. Busse Rd
Arlington Heights, IL 60004

Advanced Ground Care Products
665 W. Armory Dr
South Holland, IL 60473

American National
924 Turret Court
Mundelein, IL 60060

Ameristar Financial
1795 N. Butterfield, Suite 200
Libertyville, IL 60048-1212

AMEX Business Gold Card
Nationwide Credit Inc.
Atlanta, GA 30374

Anasco Incorporated
1515 West Fullerton Avenue
Addison, IL 60101

Arlington Power Equipment
20175 North Rand Rd
Palatine, IL 60074

Arrow Plumbing, Inc.
547 North Avenue
Grayslake, IL 60030

AT&T
PO Box 8100
Aurora, IL 60507

Attorney General
State of Illinois
500 S. Second Street
Springfield, IL 62706

B & B Permanent Seeding, Inc.
21402 W. Highwat 60
Mundelein, IL 60060

Bank of America
PO Box 15184
Wilmington, DE 19850-5184

Carol Melcer
3171 Indian Creek Court
Buffalo Grove, IL 60089

Carson Pirie Scott
Retail Services
P.O. Box 17264
Baltimore, MD 21297-1264

Caterpillar Financial Services
PO Box 730669
Dallas, TX 75373-0669

Caterpillar Financial Services
2120 West End Avenue
Nashville, TN 37203

ComEd
Bill Payment Center
Chicago, IL 60668-0001

ComEd
Three Lincoln Center
Villa Park, IL 60181

Conway Freight
PO Box 5160
Portland, OR 97208-5160

D. Patrick Mullarkey
Room 7894, JCB Building
555 4th Street N.W.
Washington, DC 20001

DeBuck's Sod Farm
N6127 County P
Delavan, WI 53115

Duxler Libertyville Firestone
902 S. Milwaukee
Libertyville, IL 60048

Eiden & O'Donnel
230 Center Street, #102
Vernon Hills, IL 60061

Excel Graphics & Promotions
400 South Vermont Street
Palatine, IL 60067

Fastenal Industrial Construction Su
2001 Theurer Blvd
Winona, MN 55987

G&D Electric
33206 North Park
Grayslake, IL 60030

Grainger
DEPT 866537558
Palatine, IL 60038

Groot Industries
2500 Lanmeier Road
Elk Grove Village, IL 60007

Hearth and Home Technologies
4251 W. 129th Street
Alsip, IL 60803

Hearth and Home Technologies
20802 Kensington Blvd
Lakeville, MN 55044

Heartland Bio Compostes
Liquid Capital Exchange
PO Box 17000
Reading, PA 19606

Helen D. Wilcox
1145 Vista Dr
Gurnee, IL 60031

Hinkley Springs
PO Box 660579
Dallas, TX 75266-0579

Illinois Attorney General
100 West Randolph Street
13th Floor
Chicago, IL 60601

Illinois Depart of Employ Security
P.O. Box 4385
Chicago, IL 60606

Illinois Depart of Employ Security
P.O. Box 19300
Springfield, IL 62794

Illinois Department of Revenue
Bankruptcy Section
100 W. Randolph Street
Chicago, IL 60606

Illinois Secretary of State
213 State Capital
Springfield, IL 62756

Illinois Tollway
2700 Ogden Avenue
Downers Grove, IL 60515

Integrity Phone Solutions, Inc.
170 Commerce Dr
Grayslake, IL 60030

Internal Revenue Service
P.O. Box 21126
Philadelphia, PA 19114

James & Christine Schleiter
C/O Petti, Murphy & Assoc.
22. Fourth St, Suite B
Geneva, IL 60134

JBA Custom Electric
5814 Miller Rd
Wonder Lake, IL 60097

Jim Link Services
431 Scotland ,.Unit B
Lakemoor, IL 60051

Kessler Orlean Silver and Co
1101 Lake Cook Rd
Deerfield, IL 60015

Kingsford Fastner, Inc
25604 North Gilmer
Mundelein, IL 60060

Law Offices of Christpher Cook
41040 N. Route 83
Antioch, IL 60002

Law Offices of Michael Betar
25 North County Street
Waukegan, IL 60085

Master Card American Society
a/k/a Bank of America
PO Box 15026
Wilmington, DE 19886

Master Mark Plastics
PO Box 662
Albany, MN 56307

North Shore Gas
PO Box A3991
Chicago, IL 60690

Northside Community Bank
5103 Washington St
Gurnee, IL 60031

Northwest Electrical Supply
660 East Rand Rd
Mount Prospect, IL 60056

Oaks Concrete Products
51744 Pontiac Trail
Wixom, MI 48393

Oaks Concrete Products
1900 Vulcan Blvd
Bartlett, IL 60103

Olive Branch Direct to You, Inc
PO Box 571
Lake Bluff, IL 60044

Patten Industries
635 W. Lake Street
Elmhurst, IL 60126

Pekin Insurance Company
2505 Court Street
Pekin, IL 61554

Peoples Energy
130 E Randolph Dr, 24th Floor
Chicago, IL 60601-6207

Permaloc
13505 Barry Street
Holland, MI 49424

Prairie Material E.O.E.
7601 West 79th Street
Bridgeview, IL 60455

Pro-Image Seal Coating
5521 W. Plank
Peoria, IL 61604

Quality Diamond Tools, Inc.
5970 Wallis Road, Suite 1-B
West Palm Beach, FL 33413

R.A. Adams Enterprises, Inc.
2600 W. Route 120
Mchenry, IL 60050

Ray Schramer & Co.
1054 E. Park Avenue
Libertyville, IL 60048

RH Peterson
14724 East Proctor Avenue
La Puente, CA 91744

Roundout Service Center
1261 Rockland Rd
Lake Bluff, IL 60044

Route 22 Rental
1306 E. Rand Rd
Arlington Heights, IL 60004

Ruso POver Equipment
9525 W. Irving Park Rd
Schiller Park, IL 60176

Sport Clun Berm Project
PO Box 156
Grayslake, IL 60030

Sprint
PO Box 660092
Dallas, TX 75266-0092

Sprint
PO Box 4191
Carol Stream, IL 60197

Spurce Lake and Land, Gravel
8400 W. Burgett Rd
Richmond, IL 60071

Spurce Lake and Land, Gravel
33450 N US Highway 12
Ingleside, IL 60041

Stone Crafters
430 Wegner Road
Mchenry, IL 60050

T & T Reproduction
511 N. Second St
Libertyville, IL 60048

The Gasaway Co
Oak Brook, IL 60523

The Printing Factory
407 Washington Inc,
Mundelein, IL 60060

The Waterman, Inc
11122 W. Rogers Street
Milwaukee, WI 53207

Thilen, Sand and Gravel
28955 Route 173
Antioch, IL 60002

Topsoil Supply Co
21402 W. Highway 60
Mundelein, IL 60060

United States Attorney
219 S. Dearborn Street
Chicago, IL 60604

United States Department of Labor
Attn: Shirley Cohen
230 S> Dearborn
Chicago, IL 60604

Universal Forest Products
2801 East Beltone Avem NE
Grand Rapids, MI 49525

Village of Mundelien
440 E. Hawley
Mundelein, IL 60060

Vulcan Materials
1200 Urban Center Dr
Birmingham, AL 35242

Waste Management
PO Box 9001054
Louisville, KY

Weber Metas, Inc.
1076 E ,.Park Aveue
Libertyville, IL 60048

Weeks Forest Products

Woolf Distributing
8550 Ridgfield Rd
Crystal Lake, IL 60014

**United States Bankruptcy Court
Northern District of Illinois**

In re **Outdoor Living, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Outdoor Living, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

May 22, 2009

Date

/s/ Paul M. Bach

Paul M. Bach 06209530

Signature of Attorney or Litigant

Counsel for **Outdoor Living, Inc.**

Bach Law Offices

1955 Shermer Road

Suite 1540

Northbrook, IL 60062

8475640808 Fax:9475640985

paul@bachoffices.com